

EXHIBIT A



**Entered on Docket
November 16, 2007**

Rim Rj

Hon. Linda B. Riegle
United States Bankruptcy Judge

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE COMPANY,

USA CAPITAL REALTY ADVISORS, LLC,

**USA CAPITAL DIVERSIFIED TRUST
DEED FUND, LLC.**

**USA CAPITAL FIRST TRUST DEED
FUND, LLC.**

USA SECURITIES, LLC,
Debtors.

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR
Case No. BK-S-06-10727-LBR
Case No. BK-S-06-10728-LBR
Case No. BK-S-06-10729-LBR

CHAPTER 11

Jointly Administered Under Case No.
BK-S-06-10725 LBR

Date of Hearing: October 15, 2007
Time of Hearing: 9:30 a.m.

Affects:

- All Debtors
 - USA Commercial Mortgage Company
 - USA Capital Realty Advisors, LLC
 - USA Capital Diversified Trust Deed Fund, LLC
 - USA Capital First Trust Deed Fund, LLC
 - USA Securities, LLC

1 **ORDER SUSTAINING THE USACM LIQUIDATING TRUST'S OBJECTION TO**
 2 **CLAIM NO(S). 10725-01544 FILED BY JOANNE GRUNDMAN AS**
 3 **IMPROPERLY ASSERTING PRIORITY STATUS**

4 Joanne Grundman filed Proof of Claim No. 10725-01544, which asserted a priority
 5 claim against USA Commercial Mortgage Company ("USACM").

6 The USACM Liquidating Trust (the "USACM Trust") filed its Second Omnibus
 7 Objection to Claims Asserting Priority Status [DE 3259] (the "Objection"), which
 8 challenged Joanne Grundman's assertion of priority status and sought to have the Court
 9 reclassify Proof of Claim No(s). 10725-01544 as a general unsecured claim.

10 The

11 USACM Trust filed its Motion for Summary Judgment Regarding (1) Responses to
 12 the USACM Trust's First Through Thirty-Third Omnibus Objections to Claims Asserting
 13 a Secured Status; (2) Responses to USACM Trust's First through Third Omnibus
 14 Objections to Claims Asserting a Priority Status; and (3) Newly Alleged Secured and
 15 Priority Claims (the "Motion") [DE 4291]. The Motion sought summary judgment on the
 16 Objection and asked that the Court sustain the Objection.

17 The USACM Trust provided appropriate notice of the Motion to Joanne Grundman.

18 Joanne Grundman responded to the Motion, opposing it [DE 4492 and 4474].

19 At a hearing on October 15, 2007, the Objection and the Motion came before the
 20 Court. Joanne Grundman did not appear at the hearing to contest the Motion.

21 Based upon the foregoing and good cause appearing,

22 **IT IS HEREBY ORDERED:**

- 23 1. Granting the Motion [DE 4291] as it relates to Proof of Claim No(s). 10725-01544 filed by Joanne Grundman;
- 24 2. Sustaining the Second Omnibus Objection to Claims Asserting Priority Status [DE 3259] as it relates to Proof of Claim No. 10725-01544 filed by Joanne Grundman; and

3. Reclassifying Proof of Claim No. 10725-01544 filed by Joanne Grundman as a general unsecured claim subject to further objection by the USACM Liquidating Trust.

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PREPARED AND SUBMITTED:

LEWIS AND ROCA LLP

By: /s/ RC (#0006593)
Susan M. Freeman (pro hac vice)
Rob Charles
John Hinderaker (pro hac vice)
Attorneys for USACM Liquidating Trust

1 CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

2 In accordance with Local Rule 9021, the undersigned certifies:

- 3 The Court waived the requirements of LR 9021.
- 4 I have delivered a copy of this proposed order to all counsel who appeared at the
5 hearing, any unrepresented parties who appeared at the hearing, and any trustee
6 appointed in this case, and each has approved or disapproved the order, or failed
7 to respond, as indicated below:
- 8 approved the form of this order;
- 9 waived the right to review the order;
- 10 failed to file and serve papers in accordance with LR 9021(c); and/or
- 11 failed to sign and return this proposed order within five (5) business days
12 in accordance with LR 9021(b) (Joanne Grundman).
- 13 I have delivered a copy of this proposed order to all attorneys and unrepresented
14 parties who appeared at the hearing regarding this matter and/or who filed a
15 written objection and all have either approved the form of this order, waived the
16 right to review the order, failed to file and serve papers in accordance with LR
17 9021(c) and the following have disapproved the form of the order.
- 18 No opposition was filed and no other party or counsel appeared at the hearing.

19 **LEWIS AND ROCA LLP**

20 **APPROVED/DISAPPROVED**

21 By: /s/ RC (#0006593)

22 Joanne Grundman

23 Susan M. Freeman
24 Rob Charles

25 *Attorneys for USACM Liquidating Trust*